



LOUISVILLE & NASHVILLE RAILROAD COMPANY

908 W. BROADWAY • LOUISVILLE, KENTUCKY 40203 TELEPHONE (502) 587-5235

February 24, 1978

LAW DEPARTMENT

DAVID M. YEARWOOD
GENERAL ATTORNEY

RECORDATION NO. *8878-H* Filed & Recorded

FEB 27 1978 -12 45 PM

INTERSTATE COMMERCE COMMISSION

Mr. H. G. Homme, Jr.
Acting Secretary
Interstate Commerce Commission
Washington, D. C. 20423

Dear Mr. Secretary:

There is transmitted to you herewith for filing and recordation, pursuant to Section 20c of the Interstate Commerce Act, duly executed counterparts of a letter Amendment to Transfer Agreement dated February 1, 1978, from First Security Bank of Utah, National Association, as Trustee, 79 South Main Street, Salt Lake City, Utah 84111, addressed to and accepted by, Mercantile-Safe Deposit and Trust Company, as Agent, whose address is Two Hopkins Plaza, Baltimore, Maryland 21203.

This Amendment to Transfer Agreement dated February 1, 1978 amends Annex I of that Transfer Agreement dated June 1, 1977 which was filed and recorded with the Interstate Commerce Commission on July 11, 1977 and assigned Recordation No. 8878-D.

This Amendment to Transfer Agreement dated February 1, 1978 amends Annex I of that Transfer Agreement dated June 1, 1977 to exclude and release from the terms and provisions of said Transfer Agreement the hulks described in the attached Schedule A and to substitute therefor the hulks described in the attached Schedule B.

This letter is signed by an officer of the Louisville and Nashville Railroad Company designated for the purpose hereof who has knowledge of the matters set forth herein.

After recordation, please return the recorded counterparts of said Amendment to:

Mr. David M. Yearwood
General Attorney
Louisville and Nashville
Railroad Company
908 West Broadway
Louisville, Kentucky 40203

David M. Yearwood
David M. Yearwood

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Attached hereto is a draft in the amount of \$10 payable to the Treasurer of the United States to cover the prescribed recordation fee for said Amendment.

Respectfully yours,

Louisville and Nashville Railroad Company

By David M. Yearwood
David M. Yearwood
General Attorney

SCHEDULE B

<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
39	50-ton box cars	L&N 97212, 98239, 98299, 98341, 98413, 98422, 98513, 106064, 107031, 107040, 107058, 107065, 107086, 107107, 107130, 108036, 108087, 108111, 108312, 108331, 108411, 108416, 108435, 108659, 108815, 108890, 108891, 108924, 108979, 108990, 108991, 109006, 109032, 109045, 109237, 109144, 109338, 109403, 109407
25	70-ton box cars	L&N 100043, 100078, 100130, 100242, 100268, 100355, 100553, 100661, 100750, 101111, 101148, 101190, 101282, 101362, 101499, 101715, 101744, 101750, 102236, 102264, 102269, 102405, 102424, 102493, 102595
5	100-ton box cars	L&N 101486, 101509, 107518, 107533, 107570
1	70-ton pulpwood car	L&N 20768
11	70-ton covered hopper cars	L&N 37938, 37947, 38050, 38070, 38075, 38175, 38205, 38323, 38409, 38439, 38523
³⁴ 33	70-ton open top hopper cars	L&N 150405, 150511, 150921, 151447, 152520, 152837, 153188, 153379, 153435, 153556, 153746, 153792, 153880, 153955, 154003, 154031, 154069, 154143, 154206 , 154384, 154556, 154584, 154857, 155101, 155128, 155278, 155320, 155558, 155675, 155684, 155823, 155871, 155898, 156004
25	80-ton open top hopper cars	L&N 180023, 180966, 182346, 182581, 182693, 183065, 183407, 183884, 183936, 184042, 184119, 184372, 185011, 185402, 185444, 185648, 185886, 186628, 186684, 186865, 187213, 187524, 187597, 187889, 189260

Schedule A

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<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
5	100-ton open top hopper cars	L&N 191091, 191354, 191523, 191610, 191704
29	70-ton gondola cars	L&N 39101, 39166, 39179, 39330, 39523, 39551, 39732, 39737, 39738, 39760, 39850, 170013, 170152, 170220, 170300, 170576, 170577, 170610, 170672, 170700, 170706, 170836, 171104, 171172, 171210, 171220, 171602, 171655, 171702

SCHEDULE A

<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
39	50-ton box cars	L&N 97285, 98129, 98163, 98324, 98351, 98495, 98596, 106063, 107007, 107019, 107035, 107037, 107079, 107133, 107194, 108156, 108182, 108245, 108265, 108307, 108414, 108429, 108457, 108723, 108827, 108855, 108932, 108989, 109005, 109015, 109039, 109076, 109082, 109096, 109163, 109203, 109268, 109309, 109340
25	70-ton box cars	L&N 100052, 100071, 100115, 100251, 100278, 100306, 100436, 100503, 100746, 101042, 101107, 101139, 101169, 101267, 101498, 101752, 101790, 101963, 102254, 102290, 102292, 102316, 102341, 102407, 102451
5	100-ton box cars	L&N 101456, 101531, 107532, 107540, 107567
1	70-ton pulpwood car	L&N 20669
11	70-ton covered hopper cars	L&N 37880, 37891, 37904, 37916, 37984, 37989, 37997, 38012, 38146, 38430, 38434
³⁴ 33	70-ton open top hopper cars	L&N 150059, 150449, 150700, 150844, 152626, 152933, 153031, 153148, 153288, 153534, 153611, 153833, 153915, 154071, 154026 , 154213, 154547, 154720, 154782, 154858, 155025, 155036, 155083, 155114, 155198, 155268, 155372, 155397, 155401, 155423, 155598, 155655, 155952, 156014
25	80-ton open top hopper cars	L&N 180630, 180977, 182281, 182549, 183357, 183367, 183490, 183703, 183880, 184052, 184494, 184732, 184830, 185227, 185247, 185256, 185418, 185420, 185656, 185812, 186085, 186769, 187067, 187385, 188913

*Not identical
to nos. m-6*

AMENDMENT TO TRANSFER AGREEMENT

February 1, 1978

Mercantile-Safe Deposit and,
Trust Company, not in its
individual capacity but
solely as Agent
P. O. Box 2258
Baltimore, Maryland 21203.

RECORDATION NO. 8878 *HA* Filed & Recorded

FEB 27 1978 - 12 45 PM

INTERSTATE COMMERCE COMMISSION

Gentlemen:

→ We have entered into a Transfer Agreement dated June 1, 1977 (hereinafter called the Transfer Agreement) which was filed and recorded with the Interstate Commerce Commission on July 11, 1977, at 11:05 A. M., and assigned Recordation No. 8878-D. An Amendment thereto dated August 1, 1977, was filed and recorded with the Interstate Commerce Commission on August 17, 1977, at 12:45 P.M., and assigned Recordation No. 8878-F. Attached to the Transfer Agreement as Annex I is a description and road numbers of the Hulks to be reconstructed.

It is now desired to amend Annex I of the Transfer Agreement by releasing from the terms and provisions of the Transfer Agreement the Hulks described in the attached Schedule A and to substitute therefor the Hulks described in the attached Schedule B.

By signing a copy of this letter as hereinafter provided you will thereby assign to the undersigned all right, title and interest to the above described Hulks. *in Schedule A.* *Yff*

Except as amended hereby, the Transfer Agreement remains unaltered and in full force and effect.

This Amendment may be executed in any number of

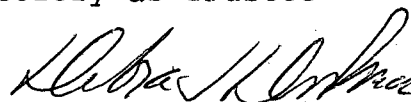
counterparts, which together shall constitute but one instrument.

If the foregoing is in accordance with your understanding, please sign a copy of this letter in the space provided and return it to the undersigned, whereupon this letter shall become a valid and binding agreement between us as of the date hereof.

Very truly yours,

FIRST SECURITY BANK OF UTAH, N.A.,
not in its individual capacity
but solely as Trustee

by



Authorized Officer DEBRA J. DORFMAN
TRUST ADMINISTRATOR

(Corporate Seal)

Attest:



Authorized Officer WILLIAM C. MCGREGOR

ACCEPTED:

MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, not in its
individual capacity but
solely as Agent,



Assistant Vice President

Attest:



Corporate Trust Officer

STATE OF MARYLAND)
) ss.:
 CITY OF BALTIMORE)

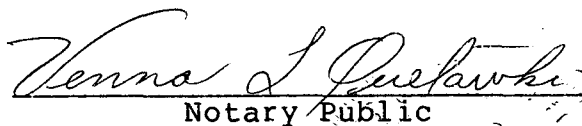
On this 23rd day of February 1978, before me personally appeared G. J. Johnston, to me personally known, who, being by me duly sworn, says that he is an Assistant Vice President of MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, N. A., that one of the seals affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.


 Notary Public

My Commission expires RUSSELL E. SCHREIBER
 (NOTARIAL SEAL) NOTARY PUBLIC
 My Commission Expires July 1, 1978

STATE OF UTAH,)
) ss.:
 COUNTY OF SALT LAKE,)

On this 22nd day of February 1978, before me personally appeared DEBRA J. DORFMAN, to me personally known, who, being by me duly sworn, says that he is an Authorized Officer of FIRST SECURITY BANK OF UTAH, N.A., that one of the seals affixed to the foregoing instrument is the corporate seal of said association, that said instrument was signed and sealed on behalf of said association by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said association.


 Notary Public

My Commission expires 11-15-81.

TRANSFER AGREEMENT

SCHEDULE A

Release

<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
39	50-ton box cars	L&N 97285, 98129, 98163, 98324, 98351, 98495, 98596, 106063, 107007, 107019, 107035, 107037, 107079, 107133, 107194, 108156, 108182, 108245, 108265, 108307, 108414, 108429, 108457, 108723, 108827, 108855, 108932, 108989, 109005, 109015, 109039, 109076, 109082, 109096, 109163, 109203, 109268, 109309, 109340
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5	100-ton box cars	L&N 101456, 101531, 107532, 107540, 107567
1	70-ton pulpwood car	L&N 20669
11	70-ton covered hopper cars	L&N 37880, 37891, 37904, 37916, 37984, 37989, 37997, 38012, 38146, 38430, 38434
²⁴ 33 <i>989</i>	70-ton open top hopper cars	L&N 150059, 150449, 150700, 150844, 152626, 152933, 153031, 153148, 153288, 153534, 153611, 153833, 153915, 154071, 154026 , 154213, 154547, 154720, 154782, 154858, 155025, 155036, 155083, 155114, 155198, 155268, 155372, 155397, 155401, 155423, 155598, 155655, 155952, 156014
25	80-ton open top hopper cars	L&N 180630, 180977, 182281, 182549, 183357, 183367, 183490, 183703, 183880, 184052, 184494, 184732, 184830, 185227, 185247, 185256, 185418, 185420, 185656, 185812, 186085, 186769, 187067, 187385, 188913

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Schedule A - Transfer Agreement

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<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
5	100-ton open top hopper cars	L&N 191091, 191354, 191523, 191610, 191704
29	70-ton gondola cars	L&N 39101, 39166, 39179, 39330, 39523, 39551, 39732, 39737, 39738, 39760, 39850, 170013, 170152, 170220, 170300, 170576, 170577, 170610, 170672, 170700, 170706, 170836, 171104, 171172, 171210, 171220, 171602, 171655, 171702

add

TRANSFER AGREEMENT

SCHEDULE B *add -*

<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
39	50-ton box cars	L&N 97212, 98239, 98299, 98341, 98413, 98422, 98513, 106064, 107031, 107040, 107058, 107065, 107086, 107107, 107130, 108036, 108087, 108111, 108312, 108331, 108411, 108416, 108435, 108659, 108815, 108890, 108891, 108924, 108979, <u>108990</u> , 108991, 109006, 109032, 109045, <u>109237</u> , <u>109144</u> , 109338, 109403, 109407
25	70-ton box cars	L&N 100043, 100078, 100130, 100242, 100268, 100355, 100553, 100661, 100750, 101111, 101148, 101190, 101282, 101362, 101499, 101715, 101744, 101750, 102236, 102264, 102269, 102405, 102424, 102493, 102595
5	100-ton box cars	L&N 101486, 101509, 107518, 107533, 107570
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34 33 <i>gff</i>	70-ton open top hopper cars	L&N 150405, 150511, 150921, 151447, 152520, 152837, 153188, 153379, 153435, 153556, 153746, 153792, 153880, 153955, 154003, 154031, 154069, 154143, 154206 , 154384, 154556, 154584, 154857, 155101, 155128, 155278, 155320, 155558, 155675, 155684, 155823, 155871, 155898, 156004
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Schedule B - Transfer Agreement
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<u>Quantity</u>	<u>Description</u>	<u>Prefix and Road Numbers</u>
5	100-ton open top hopper cars	L&N 191019, 191161, 191198, 191363, 191528
29	70-ton gondola cars	L&N 39113, 39183, 39190, 39325, 39761, 39776, 39503, 39507, 39632, 39674, 39694, 170015, 170058, 170185, 170288, 170325, 170342, 170551, 170638, 170767, 170848, 170901, 171014, 171064, 171082, 171127, 171155, 171500, 171619